

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12480 (JTD)

(Jointly Administered)

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE

PLEASE TAKE NOTICE that the undersigned counsel hereby enters their appearance for Crossroads Centre II, LLC, Surprise Towne Center Holdings, LLC, and VS Tempe, LLC (collectively, the “Landlords”), pursuant to section 1109(b) of title 11 of the United States Code, 11 U.S.C. 101, *et seq.*, Rule 9010(b) of the Federal Rules of Bankruptcy Procedure in the above-captioned, jointly administered bankruptcy cases.

FURTHER, PLEASE TAKE NOTICE that, pursuant to Rules 2002, 3017, and 9007 of the Federal Rules of Bankruptcy Procedure and Rule 2002-1(b) of the Local Bankruptcy Rules of the United States Bankruptcy Court for the District of Delaware, the undersigned requests that all

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

notices and all other papers required to be served in this case be served upon the following persons and that the following persons be added to the mailing matrix in this case:

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PLEASE TAKE FURTHER NOTICE that the foregoing request includes, without limitation, all orders, notices, applications, motions, petitions, pleadings, requests, complaints, demands, replies, answers, schedules of assets and liabilities, statements of financial affairs, operating reports, plans of reorganization, and disclosure statements, whether formal or informal, and whether transmitted or conveyed by mail, hand delivery, telephone, telegraph, telex, facsimile, or otherwise.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance and Request for Service, nor any subsequent appearance, pleading, claim or suit, is intended or shall be deemed or construed to constitute a waiver of any substantive or procedural right of the Landlords including, without limitation: (a) the right to have final orders in non-core matters entered only after *de novo* review by a federal district court judge; (b) the right to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto; (c) the right to have the reference withdrawn by the federal district court in any matter subject to mandatory or discretionary withdrawal; (d) the right to have any matter in which this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution heard by the district court, or (e) any other rights, claims, actions, defenses, setoffs, or recoupment to which the Landlords are or may be entitled in law or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved. Unless and until the Landlords expressly state otherwise, the Landlords do not consent to the entry of final orders or judgments by this Court if it is determined that this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

Dated: November 11, 2024

CLARK HILL PLC

By: /s/ Karen M. Grivner

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